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RECORDATION NO. 17825 FILED J.  
JAN 26 '99 11-10 AM

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

January 25, 1999

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Statement of Change in Reporting Marks and Road Numbers addressed to the Board, dated December 22, 1998, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Commission/Board under Recordation Number 17825.

The name and address of the party to the enclosed document are:

The Burlington Northern and  
Santa Fe Railway Company  
2650 Lou Menk Drive  
Fort Worth, TX 76131

A description of the railroad equipment covered by the enclosed document is:

set forth on the Schedule attached to the Statement.

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return a stamped copy of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

Counterparts - J.

SURFACE TRANSPORTATION BOARD  
WASHINGTON, D.C. 20423-0001

OFFICE OF THE SECRETARY

Robert W. Alvord  
Alvord and Alvord  
918 Sixteenth St., NW., Ste. 200  
Washington, DC., 20006-2973

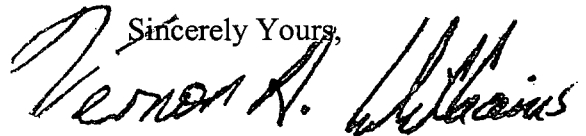
Dear Sir:

The enclosed documents (s) was recorded pursuant to the provisions of 49 U.S.C.

11301 and CFR 1177.3 (c), on 1/26/99 at 11:10AM, and

assigned recordation numbers (s): 9092-F, 15688-B, 15724-A, 16235-C, 16878-A,  
16943-C, 17102-A, 17427-A, 17721-B, 17825-J, ✓  
18162-A, 18766-A, 19518-I, 19615-E and 19616-E.

Sincerely Yours,

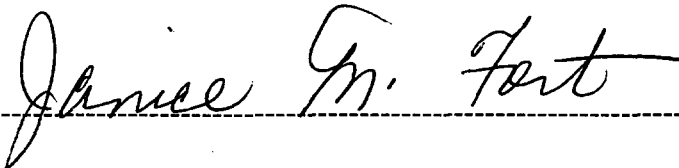


Vernon A. Williams

Enclosure(s)

\$ 390.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature



**BNSF**



PATRICK J. OTTENSMEYER  
Vice President - Finance  
and Treasurer

The Burlington Northern and Santa Fe Railway Company

2650 Lou Menk Drive  
Fort Worth, Texas 76131

RECORDATION NO. 178258 FILED

December 22, 1998

JAN 26 '99

11-10 AM

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
12th and Constitution  
Washington, DC 20423

Re: Statement of Change in Reporting Marks and Road Numbers

Dear Mr. Secretary:

Please be advised that the reporting marks and road numbers of the locomotives identified in the attached schedule or schedules have been, or will be, changed as set forth therein.

THE BURLINGTON NORTHERN AND  
SANTA FE RAILWAY COMPANY

By: 

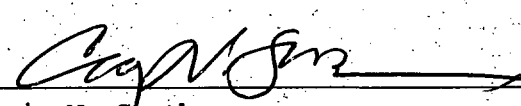
Patrick J. Ottensmeyer  
Vice President - Finance and Treasurer

STATE OF ILLINOIS       )  
                                  ) SS:  
COUNTY OF COOK       )

On this 23<sup>RD</sup> day of December, 1998, before me, a Notary Public in and for said County and State, personally appeared Patrick J. Ottensmeyer, who being by me duly sworn, says that he is Vice President - Finance and Treasurer of THE BURLINGTON NORTHERN AND SANTA FE RAILWAY COMPANY, that said instrument was signed on December 23, 1998, on behalf of said corporation, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



  
Craig N. Smetko  
Notary Public  
My Commission Expires: 01/12/99  
Residing in Cook County, Illinois

**RECORDATION NUMBER: 17825**

**Equipment Description:**

Number of Units: twenty-three (23)  
Model: B408W

**Old Reporting Mark  
and Road Numbers**

**New Reporting Mark  
and Road Numbers**

ATSF	560	BNSF	560
ATSF	561	BNSF	561
ATSF	562	BNSF	562
ATSF	563	BNSF	563
ATSF	564	BNSF	564
ATSF	565	BNSF	565
ATSF	566	BNSF	566
ATSF	567	BNSF	567
ATSF	568	BNSF	568
ATSF	569	BNSF	569
ATSF	570	BNSF	570
ATSF	571	BNSF	571
ATSF	572	BNSF	572
ATSF	573	BNSF	573
ATSF	574	BNSF	574
ATSF	575	BNSF	575
ATSF	576		
ATSF	577	BNSF	577
ATSF	578	BNSF	578
ATSF	579	BNSF	579
ATSF	580	BNSF	580
ATSF	581	BNSF	581
ATSF	582	BNSF	582

Casualties: ATSF 576

**RECORDATION NUMBER: 17825****Equipment Description:**

Number of Units: sixty-seven (67)  
Model: C408W

**Old Reporting Mark  
and Road Numbers****New Reporting Mark  
and Road Numbers**

ATSF	800
ATSF	801
ATSF	802
ATSF	803
ATSF	804
ATSF	805
ATSF	806
ATSF	807
ATSF	808
ATSF	809
ATSF	810
ATSF	811
ATSF	812
ATSF	813
ATSF	814
ATSF	815
ATSF	816
ATSF	817
ATSF	818
ATSF	819
ATSF	820
ATSF	821
ATSF	822
ATSF	823
ATSF	824
ATSF	825
ATSF	826
ATSF	827
ATSF	828
ATSF	829
ATSF	830
ATSF	831
ATSF	832

BNSF	800
BNSF	801
BNSF	802
BNSF	803
BNSF	804
BNSF	805
BNSF	806
BNSF	807
BNSF	808
BNSF	809
BNSF	810
BNSF	811
BNSF	812
BNSF	813
BNSF	814
BNSF	815
BNSF	816
BNSF	817
BNSF	818
BNSF	819
BNSF	820
BNSF	821
BNSF	822
BNSF	823
BNSF	824
BNSF	825
BNSF	826
BNSF	827
BNSF	828
BNSF	829
BNSF	830
BNSF	831
BNSF	832

**RECORDATION NUMBER: 17825**

ATSF	833
ATSF	834
ATSF	835
ATSF	836
ATSF	837
ATSF	838
ATSF	839
ATSF	840
ATSF	841
ATSF	842
ATSF	843
ATSF	844
ATSF	845
ATSF	846
ATSF	847
ATSF	848
ATSF	849
ATSF	850
ATSF	851
ATSF	852
ATSF	853
ATSF	854
ATSF	855
ATSF	856
ATSF	857
ATSF	858
ATSF	859
ATSF	860
ATSF	861
ATSF	862
ATSF	863
ATSF	864
ATSF	865
ATSF	866

BNSF	833
BNSF	834
BNSF	835
BNSF	836
BNSF	837
BNSF	838
BNSF	839
BNSF	840
BNSF	841
BNSF	842
BNSF	843
BNSF	844
BNSF	845
BNSF	846
BNSF	847
BNSF	848
BNSF	849
BNSF	850
BNSF	851
BNSF	852
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BNSF	866